



CERTIFICATE OF CONVERSION TO A LIMITED PARTNERSHIP

(Instructions on back of application)

1. The name of the existing partnership is: _____

This partnership hereby elects to convert from a partnership to a limited partnership, pursuant to Idaho Code § 53-3-902.

2. The number of votes cast for such conversion: _____

The number of votes cast against such conversion: _____

If less than unanimous, the number or percentage required to approve conversion under the partnership agreement: _____

3. The name of the newly created limited partnership is: _____

4. The name and street address of the registered agent: _____

5. The name and business address of each general partner:

Name

Address

(If more space is needed, continue in item 6.)

6. Other matters (optional):

7. Future effective date of filing (optional): _____

8. Signature of a current partner:

Typed Name: _____

Capacity: _____

9. Signature of all general partners:

Typed Name: _____

Typed Name: _____

Secretary of State use only

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Revised 01/2001

INSTRUCTIONS

Optional: If the document is incorrect where can you be reached for questions? _____

Note: Complete and submit the application in duplicate.

1. Line 1 - Enter the name of the existing partnership as it reads on the record of the Secretary of State's Office.
2. Line 2 - A statement of the number of votes cast by the partners for and against the conversion and, if the vote is less than unanimous, the number or percentage required to approve the conversion under the partnership agreement.
3. Line 3 - Enter the name that you wish for the limited partnership. Note: the name must contain the words limited partnership or the abbreviation L.P. or LP.
4. Line 4 - Enter the name and street address of the registered agent in Idaho. The registered agent is the person designated to receive service of process upon litigation. This person must be located in Idaho at a street address.
5. Line 5 - Enter the name and address of all general partners.
6. Line 6 - Additional room for other or optional information.
7. Line 7 - You may designate a future effective date for filing. If nothing is entered the effective date will be the date of filing with the Secretary of State.
8. Line 8 - The conversion of partnership to a limited partnership must be signed and the person signing the document must be identified by typing his/her name below the signature and indicate on what capacity they are signing. An individual who executes a statement as, or on behalf of, a partner or other person named as a partner in a statement shall personally declare under penalty of perjury that the contents of the statement are accurate.
9. Line 9 - Must be signed by all general partners of the new limited partnership. Type his/her name below the signature.
10. Enclose the appropriate fee:
 - a. If the application is typed, the fee is \$30.00.
 - b. If the application is not typed or a non standard form is used, the fee is \$50.00.
 - c. If expedited service is requested, add \$20.00 to the filing fee.
 - d. If the fees are to be paid from the filing party's pre-paid customer account, conspicuously indicate the customer account number in the cover letter or transmittal document.
11. Mail or deliver to:

Office of the Secretary of State
700 West Jefferson
PO Box 83720
Boise ID 83720-0080
12. If you have questions or need help, call the Secretary of State's office at (208) 334-2301.